

This Instrument Prepared By:
Jeffrey G. Hester
2163 Pelham Parkway
Ste. 211
Pelham, AL 35124

STATE OF ALABAMA)
 :
SHELBY COUNTY)

CERTIFICATE OF FORMATION
OF
AUBURN MALLARD, LLC

The undersigned, acting as the organizer under Chapter 5 of the Alabama Business and Nonprofit Entity Code, Ala. Code, (1975) §10A-1-1.01 *et seq.*, as the same may be amended from time to time, hereby adopt the following Certificate of Formation for **AUBURN MALLARD, LLC** (the “limited liability company”):


ARTICLE ONE
NAME

The name of the limited liability company is **AUBURN MALLARD, LLC**.

ARTICLE TWO
PERIOD OF DURATION

The limited liability company shall continue in existence until dissolved in accordance with the provisions of the limited liability company’s operating agreement, or, if there is no provision in an operating agreement of the limited liability company governing dissolution of the limited liability company, then in accordance with the provisions of the Alabama Business and Nonprofit Entity Code.

ARTICLE THREE
PURPOSE


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The business of the limited liability company shall be to engage in real estate leasing and any other lawful business, and other businesses and investments.

**ARTICLE FOUR
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The mailing address of the initial registered office of the limited liability company is 3058 Old Stone Drive, Birmingham, AL 35242 and the name of the initial registered agent of the limited liability company at such address is DAVID B. WILLIAMS, II.

**ARTICLE FIVE
ORGANIZERS**

The names and addresses of the organizers of the limited liability company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DAVID B. WILLIAMS, II	701 Highland Ave #2427 Atlanta, GA 30312

**ARTICLE SIX
INITIAL MEMBERS**

The names and mailing addresses of the initial members of the limited liability company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DAVID B. WILLIAMS, II	701 Highland Ave #2427 Atlanta, GA 30312

ARTICLE SEVEN ADDITIONAL MEMBERS

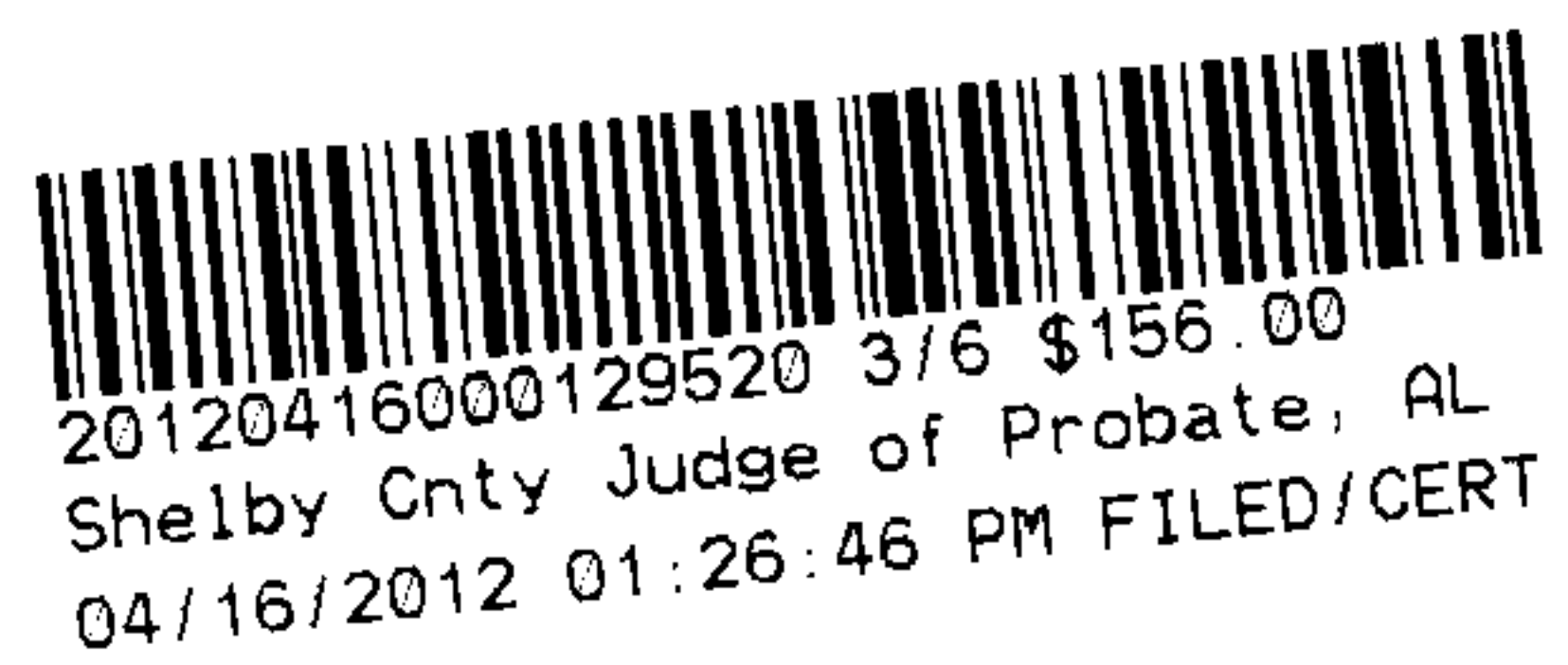
Additional members may be admitted in accordance with the terms of the limited liability company's operating agreement, if any. If the limited liability company does not have an operating agreement that provides for the admission of additional members, additional members may be admitted with the written consent of all members at such times and upon such terms and conditions as may be mutually agreed upon by the sole member and the person desiring to become a member.

ARTICLE EIGHT CONTINUATION OF THE BUSINESS

In the event there are no remaining members, and except as otherwise provided in the limited liability company's operating agreement, if any, the limited liability company shall be dissolved and its affairs shall be wound up unless:

- (a) the holders of all of the financial rights in the limited liability company agree in writing within ninety (90) days after the cessation of membership of the last member, to continue the legal existence and business of the limited liability company and to appoint one or more new members; or
- (b) The legal existence and business of the limited liability company is continued and one or more new members are appointed in the manner stated in an operating agreement of the limited liability company.

For the purpose of this Article, all of the financial rights owners means interests of one or more remaining financial rights owners which, when taken together, own one hundred percent (100%) of the capital interests and one hundred percent (100%) of the profits interests of the remaining financial rights owners.



**ARTICLE NINE
MANAGEMENT**

The management of the limited liability company is vested in its members.
The names and addresses of the initial members are as follows:

NAME:

ADDRESS:

DAVID B. WILLIAMS, II

701 Highland Ave #2427
Atlanta, GA 30312

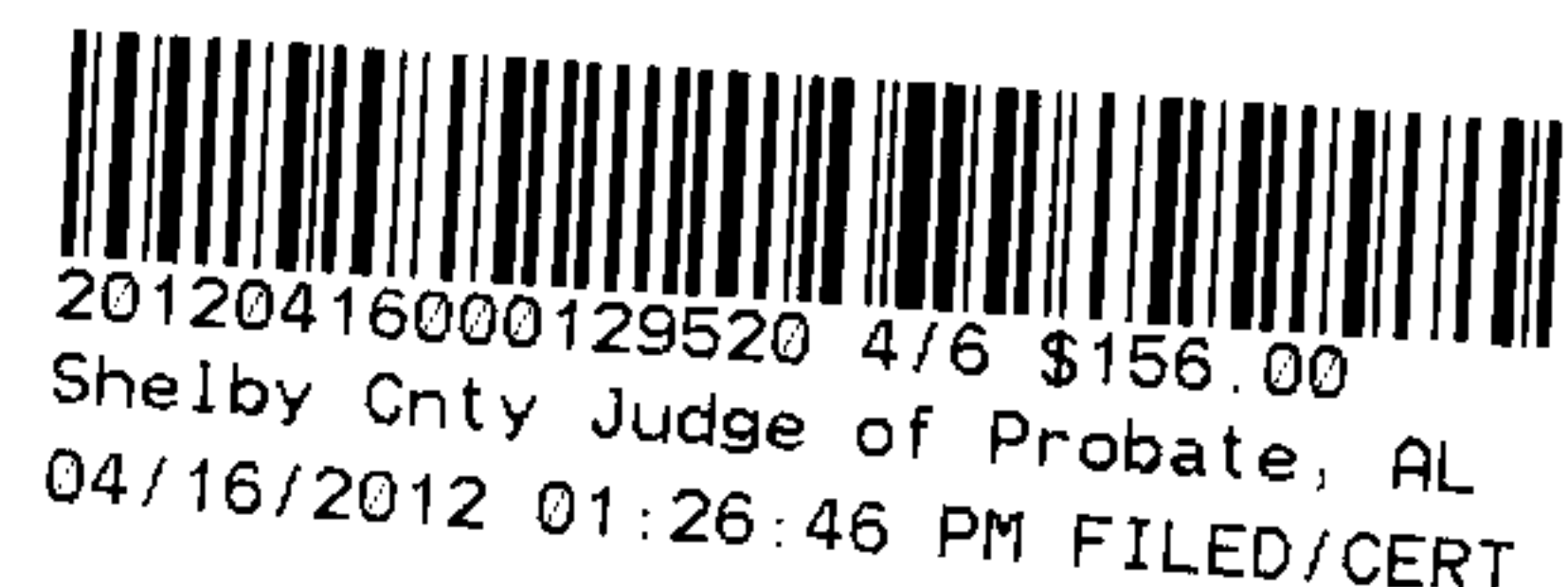
The initial members shall serve until their successors are elected and shall qualify. Subject to any provisions in the operating agreement of the limited liability company, or the provisions of the Alabama Business and Nonprofit Entity Code restricting or enlarging the management rights and duties of any person or group or class of persons, the members shall have the right and authority to manage the business or affairs of the limited liability company and to make all decisions with respect thereto.

**ARTICLE TEN
AMENDMENT OF ARTICLES OF ORGANIZATION**


These Articles of Organization may be amended only by the recorded vote and written consent of the members of the limited liability company owning at least a majority of the percentage interests of all members. For purposes of this Article Ten, percentage interests of financial rights owners of the limited liability company shall not be taken into account in determining the percentage interests of the members.


**ARTICLE ELEVEN
INCORPORATION OF PROVISIONS OF OPERATING AGREEMENT**

The provisions of the limited liability company's operating agreement, if any, are incorporated herein by reference as though fully set forth herein.



IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation as the organizers, as of the 4th day of April, 2012, and affirm that the facts herein are true under penalties for perjury prescribed by Code of Alabama, Section 13A-10-103 (1975) or its successor.

, Organizer


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Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Auburn Mallard, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of David B. Williams, 3058 Old Stone Dr, Birmingham,
AL 35242 for a period of one hundred twenty days beginning March 30, 2012 and
expiring July 28, 2012.

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**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

March 30, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State